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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:
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DELPHI CORPORATION, et al.,	:
	:
Debtors.	:
	:
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Chapter 11
Case No. 05-44481 (RDD)
(Jointly Administered)

JOINT STIPULATION AND AGREED ORDER RESOLVING ROBERT BOSCH GMBH
MOTION TO AMEND PROOF OF CLAIM

Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, including Delphi Automotive Systems LLC ("DAS LLC"), debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), and Robert Bosch GmbH ("Bosch") respectfully submit this Joint Stipulation And Agreed Order Resolving Bosch GmbH Motion To Amend Proof Of Claim (the "Joint Stipulation And Agreed Order") and agree and state as follows:

WHEREAS, on October 8, 2005, the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended, in the United States Bankruptcy Court for the Southern District of New York.

WHEREAS, on July 31, 2006, Robert Bosch GmbH filed proof of claim number 13623 against DAS LLC, which asserted an unsecured non-priority claim in excess of \$15 million ("Proof of Claim Number 13623") stemming from the alleged infringement of certain patents.

WHEREAS, on August 16, 2006, Robert Bosch GmbH filed proof of claim number 16220 ("Proof of Claim Number 16220") against DAS LLC, which amended Proof of Claim Number 13623, and asserts an unsecured non-priority claim in excess of \$15 million (the "Claim") also stemming from the alleged infringement of certain patents.

WHEREAS, on October 31, 2006, the Debtors objected to Proof of Claim Number Claim 13623 pursuant to the Debtors' Second Omnibus Objection (Procedural) Pursuant To 11 U.S.C. § 502(b) And Fed.R.Bankr.P. 3007 To Certain (I) Equity Claims, (II) Claims Duplicative Of Consolidated Trustee Or Agent Claims, And (III) Duplicated And Amended Claims (Docket No. 5451) and to Proof of Claim Number 16220 pursuant to the Debtors' (i) Third Omnibus Objection (Substantive) Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P.

3007 To Certain (a) Claims With Insufficient Documentation, (b) Claims Unsubstantiated By Debtors' Books And Records, And (c) Claims Subject To Modification And (ii) Motion To Estimate Contingent And Unliquidated Claims Pursuant To 11 U.S.C. § 502(c) (Docket No. 5452).

WHEREAS, on December 7, 2006, the Court entered an Order Pursuant to 11 U.S.C. Section 502(b) and Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, and 9014 Establishing (I) Dates for Hearings Regarding Objections to Claims and (II) Certain Notices and Procedures Governing Objections to Claims (the "Claim Objection Procedures Order") (Docket No. 6088), which specifically stated that the procedures approved by that order did not apply to Robert Bosch GmbH.

WHEREAS, on January 17, 2007, the Court entered a Stipulation And Agreed Order Resolving Debtors' Second Omnibus Objection To Claims As To Robert Bosch GmbH (Docket No. 6637), which among other things disallowed and expunged Proof Of Claim Number 13623.

WHEREAS, on June 27, 2007, Robert Bosch GmbH filed its Motion To Amend Proof Of Claim (Docket No. 8412) (the "Motion To Amend"), and the hearing on the Motion To Amend was set for July 20, 2007 at 10:00 a.m. (prevailing Eastern time).

WHEREAS, on July 13, 2007, the Debtors filed their Objection To Bosch GmbH's Motion To Amend Proof Of Claim, and supporting Declaration Of William Cosnowski, Jr. (Docket Nos. 8618 & 8619).

WHEREAS, on July 20, 2007, the Court entered the Joint Stipulation And Agreed Order Adjourning Hearing, Administratively Consolidating Claims, Disallowing And Expunging Proof Of Claim Number 16467 For Administrative Purposes, And Capping Proof Of Claim

16220 (Robert Bosch GMBH & Robert Bosch LLC) (Docket No. 8710), which adjourned the hearing on the Motion To Amend and set a maximum liability in the amount of \$15 million for Proof of Claim Number 16220.

WHEREAS, to resolve the Motion To Amend, the Debtors and Bosch acknowledge and agree that (i) patent number US 6,272,411 shall not be included in or form any basis for the Claim, and (ii) the Debtors will not object to the Claim on grounds relating to the proper ownership between Robert Bosch LLC and Robert Bosch GmbH as to the remaining patents specified in the Claim.

THEREFORE, the Debtors and Bosch stipulate and agree as follows:

1. The Motion to Amend is resolved in accordance with this Joint Stipulation And Agreed Order.
2. Patent number US 6,272,411 shall not be included in or form any basis for the Claim.
3. The Debtors will not object to the Claim on grounds relating to the proper ownership between Robert Bosch LLC and Robert Bosch GmbH as to the remaining patents specified in the Claim.
4. Nothing contained herein shall constitute, nor shall it be deemed to constitute, the allowance of any claim asserted against any of the Debtors.

So Ordered in New York, New York, this 12th day of November, 2007

/s/Robert D. Drain
UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND
APPROVED FOR ENTRY:

/s/ John Wm. Butler, Jr.

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